

wherein

$R^1$  is selected from the group consisting of hydrogen, alkyl, alkenyl, alkynyl, cycloalkyl, aryl, hydroxy, alkoxy, C-carboxy, O-carboxy, acetyl, C-amido, C-thioamido, sulfonyl and trihalomethanesulfonyl;

$R^2$  is selected from the group consisting of hydrogen, halo, alkyl, cycloalkyl, aryl, heteroaryl and heterocyclic;

$R^3$ ,  $R^4$ ,  $R^5$ , and  $R^6$  are independently selected from the group consisting of hydrogen, alkyl, trihaloalkyl, cycloalkyl, alkenyl, alkynyl, aryl, heteroaryl, heteroalicyclic, hydroxy, sulfonyl, S-sulfonamido, N-sulfonamido, trihalomethane-sulfonamido, carbonyl, C-carboxy, O-carboxy, C-amido, N-amido, cyano, nitro, halo, O-carbamoyl, N-carbamoyl, O-thiocarbamoyl, N-thiocarbamoyl, amino and  $-NR^{11}R^{12}$ ;

$R^{11}$  and  $R^{12}$  are independently selected from the group consisting of hydrogen, alkyl, cycloalkyl, aryl, carbonyl, acetyl, sulfonyl, trifluoromethanesulfonyl and, combined, a five- or six-member heteroalicyclic ring;

$R^3$  and  $R^4$ ,  $R^4$  and  $R^5$ , or  $R^5$  and  $R^6$  may combine to form a six-member aryl ring, a methylenedioxy group or an ethylenedioxy group;

$R^7$  is selected from the group consisting of hydrogen, alkyl, cycloalkyl, alkenyl, alkynyl, aryl, heteroaryl, heteroalicyclic, hydroxy, alkoxy, aryloxy, carbonyl, acetyl, C-amido, C-thioamido, amidino, C-carboxy, O-carboxy, sulfonyl and trihalomethane-sulfonyl.

$R^8$  and  $R^{10}$  are independently selected from the group consisting of hydrogen, alkyl, trihaloalkyl, cycloalkyl, alkenyl, alkynyl, aryl, heteroaryl, heteroalicyclic, hydroxy, alkoxy, aryloxy, mercapto, alkylthio, arylthio, sulfinyl, sulfonyl, S-sulfonamido, N-sulfonamido, carbonyl, C-carboxy, O-carboxy, cyano, nitro, halo, O-carbamyl, N-carbamyl, O-thiocarbamyl, N-thiocarbamyl, C-amido, N-amido, amino and  $-NR^{11}R^{12}$ , providing, however that at least one of  $R^8$ ,  $R^9$  and  $R^{10}$  is a group having the formula  $-(alk)_1Z$ ;

$R^9$  is  $-(alk)_1Z$  wherein  $Z$  is alkyl-substituted with substituted or unsubstituted nitrogen;

$Alk_1$  is selected from the group consisting of alkyl, alkenyl and alkynyl; and,

$Z$  is a polar group.

4. (Amended) The compound of claim 1 wherein  $R^3$ ,  $R^4$ ,  $R^5$  and  $R^6$  are independently selected from the group consisting of:  
hydrogen;

halo;

unsubstituted lower alkyl;

lower alkyl substituted with one or more groups selected from the group consisting of:

hydroxy;

halo;

C-carboxy substituted with a group selected from the group consisting of:

hydrogen; or,

unsubstituted lower alkyl;

amino; or,

$-NR^{11}R^{12}$ ;

unsubstituted lower alkyl alkoxy;

lower alkyl alkoxy substituted with one or more halo groups;

unsubstituted aryloxy;

aryloxy substituted with one or more groups independently selected from the group consisting of:

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

hydroxy;

unsubstituted lower alkyl alkoxy;

halo;

amino; or,

$-NR^{11}R^{12}$ ;

S-sulfonamido wherein  $R^{11}$  and  $R^{12}$  are independently selected from the group consisting of hydrogen and unsubstituted lower alkyl;

unsubstituted aryl;

aryl substituted with one or more groups independently selected from the group consisting of:

halo;

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

unsubstituted lower alkyl alkoxy;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted heteroaryl;

heteroaryl substituted with one or more groups independently selected from the group consisting of:

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

unsubstituted lower alkyl alkoxy;

hydroxy;

halo;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted heteroalicyclic;

heteroalicyclic substituted with one or more groups independently selected from the group consisting of:

halo;

hydroxy;

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

unsubstituted lower alkyl alkoxy;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted lower alkyl O-carboxy;

C-amido wherein R<sup>11</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrogen, unsubstituted lower alkyl and unsubstituted aryl; and,

N-amido wherein R<sup>11</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrogen, unsubstituted lower alkyl and unsubstituted aryl.

5. (Amended) The compound of claim 3 wherein R<sup>3</sup>, R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are selected from the group consisting of:

hydrogen;

halo;

unsubstituted lower alkyl;

lower alkyl substituted with one or more groups selected from the group consisting of:

hydroxy;

halo;

C-carboxy substituted with a group selected from the group consisting of:

hydrogen; or,

unsubstituted lower alkyl;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted lower alkyl alkoxy;

lower alkyl alkoxy substituted with one or more halo groups;

unsubstituted aryloxy;

aryloxy substituted with one or more groups independently selected from the group consisting of:

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

hydroxy;

unsubstituted lower alkyl alkoxy;

halo;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

S-sulfonamido wherein R<sup>11</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrogen and unsubstituted lower alkyl;

unsubstituted aryl;

aryl substituted with one or more groups independently selected from the group consisting of:

halo;

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

unsubstituted lower alkyl alkoxy;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted heteroaryl;

heteroaryl substituted with one or more groups independently selected from the group consisting of:

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

unsubstituted lower alkyl alkoxy;

hydroxy;

halo;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted heteroalicyclic;

heteroalicyclic substituted with one or more groups independently selected from the group

consisting of:

halo;

hydroxy;

unsubstituted lower alkyl;

lower alkyl substituted with one or more halo groups;

unsubstituted lower alkyl alkoxy;

amino; or,

-NR<sup>11</sup>R<sup>12</sup>;

unsubstituted lower alkyl O-carboxy;

C-amido wherein R<sup>11</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrogen, unsubstituted lower alkyl and unsubstituted aryl; and,

N-amido wherein R<sup>11</sup> and R<sup>12</sup> are independently selected from the group consisting of hydrogen, unsubstituted lower alkyl and unsubstituted aryl.